

REZONING AFFIDAVIT

DATE: AUG -4 2003
 (enter date affidavit is notarized)

I, Carson L. Fifer, Jr., Agent for Applicant, do hereby state that I am an
 (enter name of applicant or authorized agent)

(check one) ☐ applicant
☒ applicant's authorized agent listed in Par. 1(a) below

in Application No.(s): _____
 (enter County-assigned application number(s), e.g. RZ 88-V-001)

and that, to the best of my knowledge and belief, the following information is true:

1(a). The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS, and LESSEES** of the land described in the application, and, if any of the foregoing is a **TRUSTEE***, each **BENEFICIARY** of such trust, and all **ATTORNEYS** and **REAL ESTATE BROKERS**, and all **AGENTS** who have acted on behalf of any of the foregoing with respect to the application:

(NOTE: All relationships to the application listed above in **BOLD** print must be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
LWL, LLC Agents: William L. Walde Brian J. Selfe	P.O. Box 2263 8 N. Madison Street Middleburg, VA 20118	Applicant/Contract Purchaser/Agent of a portion of TM 44-3-((6))-21A
Manassas Technology Ventures, LLC Agent: Joan M. Smith	11350 Random Hills Road Suite 720 Fairfax, VA 22030	Property Owner/Agent TM 44-3-((6))-21A
McGuireWoods LLP Agents: Carson L. Fifer, Jr. Esq. Gregory A. Riegler, Esq. Lisa M. Chiblow Mary B. Schukraft	1750 Tysons Boulevard Suite 1800 McLean, VA 22102	Attorney/Agent Attorney/Agent Planner/Agent Planner/Agent

(check if applicable) ☒ There are more relationships to be listed and Par. 1(a) is continued on a "Rezoning Attachment to Par. 1(a)" form.

* List as follows: Name of trustee, Trustee for (name of trust, if applicable), for the benefit of: (state name of each beneficiary).

Rezoning Attachment to Par. 1(a)

Page ____ of ____

DATE: AUG -4 2003
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for Application No. (s): _____
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(NOTE: All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner, etc.** For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.

NAME
(enter first name, middle initial, and last name)

ADDRESS
(enter number, street, city, state, and zip code)

RELATIONSHIP(S)
(enter applicable relationships listed in **BOLD** above)

Zivic & Hurdle Architects P.C.
Agent: Richard E. Hurdle

4031 University Drive
Suite 120
Fairfax, VA 22030

Architects/Agents

Burgess & Niple, Inc.
Agents: William C. Putnam
James L. McCormick
Dennis M. Thomas

4160 Pleasant Valley Road
Chantilly, VA 20151

Engineers/Agents

(check if applicable)

[]

There are more relationships to be listed and Par. 1(a) is continued further on a "Rezoning Attachment to Par. 1(a)" form.

REZONING AFFIDAVIT

DATE: AUG -4 2003
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for Application No. (s): _____
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- 1(b). The following constitutes a listing** of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 10 or less shareholders, a listing of all of the shareholders, and if the corporation is an owner of the subject land, all of the OFFICERS and DIRECTORS of such corporation:

(NOTE: Include **SOLE PROPRIETORSHIPS, LIMITED LIABILITY COMPANIES, and REAL ESTATE INVESTMENT TRUSTS** herein.)

CORPORATION INFORMATION

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Manassas Technology Ventures, LLC
11350 Random Hills Road, Suite 720
Fairfax, VA 22030

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF SHAREHOLDERS: (enter first name, middle initial, and last name)

Adler Manassas B, LLC
350 South Washington, LLC
Joan M. Smith, managing member

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name & title, e.g. President, Vice President, Secretary, Treasurer, etc.)

None

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued on a "Rezoning Attachment 1(b)" form.

** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed. Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.*

Rezoning Attachment to Par. 1(b)

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DATE: AUG - 4 2003
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

LWL, LLC
P.O. Box 2263
8 N. Madison Street
Middleburg, VA 20118

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

Long Plaza LLC – Member
EDWI, LLC – Member

William L. Walde, managing member
Brian J. Selfe, managing member

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

None

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Zivic & Hurdle Architects P.C.
4031 University Drive, Suite 120
Fairfax, VA 22030

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Richard E. Hurdle
Bruce S. Zivic
Anwar (nmi) Iabal

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

Richard E. Hurdle, President
Bruce S. Zivic, Vice President

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)

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DATE: AUG -4 2003
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for Application No. (s): _____
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Long Plaza LLC
P.O. Box 2263, 8 North Madison Street
Middleburg, VA 20118

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

Henry A. Long, managing member	Elisa L. White, authorized member	Henry A. Long, II, Member
Brian J. Selfe, authorized member	Betty H. Long, Member	Kirsten E. Long, Member

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

None

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

EDWI, LLC
4922 A St. Elmo Avenue
Bethesda, MD 20814

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

TM Investments, LP
William L. Walde, managing member
JEL-87 Trust

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

None

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Burgess & Niple, Inc.
4160 Pleasant Valley Road
Chantilly, VA 20151

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

Wholly owned subsidiary of Burgess & Niple, Ltd.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

John T. DeBell, President	Arthur L. Woods, III, Vice President	Dennis M. Thomas, VP
Francis C. Smith, Dir & Chairman	Terrence A. Sachs, Dir/Treas.	John M. Elkin, Exec. VP
Kenneth R. Davis, Jr., Secty	Ronald S. Bray, VP	Juliette L. Connell, VP
John D. Clarke, Jr., Exec. VP	Garrett S. Runey, III, VP	Melvin F. Willis, VP

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Dashco, Inc.
11350 Random Hills Road, Suite 720
Fairfax, VA 22030

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Daniel S. Adler
Leonard (nmi) Adler
Shawn D. Adler

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

Daniel S. Adler, President, Treasurer	Leonard (nmi) Adler, Vice President
Shawn D. Adler, VP, Secretary	Joan M. Smith, VP, Asst. Secretary

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

350 South Washington, LLC

P.O. Box 3007

Oakton, VA 22124

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

David M. Gregory, managing member (50%)

Robert E. Paris, managing member (50%)

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

None

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Adler Manassas B, LLC

11350 Random Hills Road, Suite 720

Fairfax, VA 22030

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Dashco, Inc.

Leonard (nmi) Adler

Daniel S. Adler

Shawn D. Adler

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

Daniel S. Adler, President & Treasurer

Shawn D. Adler, Vice President

Joan M. Smith, Vice President, Assistant Secretary

(check if applicable)



There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

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1(c). The following constitutes a listing** of all of the PARTNERS, both GENERAL and LIMITED, in any partnership disclosed in this affidavit:

PARTNERSHIP INFORMATION

PARTNERSHIP NAME & ADDRESS: (enter complete name, number, street, city, state and zip code)

McGuireWoods LLP
1750 Tysons Boulevard, Suite 1800
McLean, VA 22102

(check if applicable) ☒ The above-listed partnership has no limited partners.

NAMES AND TITLE OF THE PARTNERS (enter first name, middle initial, last name, and title, e.g. General Partner, Limited Partner, or General and Limited Partner)

Equity Partners of McGuireWoods LLP

Aaronson, Russell T., III, former
Adams, Robert T.
Ames, W. Allen, Jr.
Anderson, Arthur E., II
Anderson, Donald D.
Andre-Dumont, Hubert
Atkinson, Frank B., former
Aucutt, Ronald D.
Bagley, Terrence M.
Baril, Mary Dalton
Barnum, John W.

Barr, John S.
Bates, John W., III
Belcher, Dennis I.
Blanco, Jim L., former
Boland, J. William
Bracey, Lucius H., Jr.
Broadus, William G.
Brown, Thomas C., Jr.
Burke, John W., III
Burkholder, Evan A.
Burrus, Robert L., Jr.

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued on a "Rezoning Attachment to Par. 1(c)" form.

** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER or LESSEE of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed.* Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

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PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

McGuireWoods LLP
1750 Tysons Boulevard, Suite 1800
McLean, VA 22102

(check if applicable) ☒ The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g., General Partner, Limited Partner, or General and Limited Partner)

Busch, Stephen D.
Cabaniss, Thomas E.
Cairns, Scott S.
Capwell, Jeffrey R.
Carter, Joseph C., III
Cason, Alan C.
Cogbill, John V., III
Courson, Gardner G., former
Cranfill, William T.
Cromwell, Richard J.
Culbertson, Craig R.
Cullen, Richard (nmi)
Cutchins, Clifford A., IV
Dabney, H. Slayton, Jr.
de Cannart d'Hamale, Emmanuel
Deem, William W.
den Hartog, Grace R., former
Dillon, Lee Ann
Douglass, W. Birch, III
Dudley, Waller T.
Dyke, James Webster, Jr.
Earl, Marshall H., Jr.
Edwards, Elizabeth F.

Evans, David E.
Feller, Howard (nmi)
Fennebresque, John C.
Fifer, Carson Lee, Jr.
Flemming, Michael D.
France, Bonnie M.
Franklin, Stanley M.
Freye, Gloria L.
Getchell, E. Duncan, Jr.
Gieg, William F., former
Gillece, James P., Jr.
Glassman, M. Melissa
Goodall, Larry M.
Gordon, Alan B.
Grandis, Leslie A.
Grimm, William K.
Hampton, Glenn W.
Harmon, T. Craig
Heberton, George H.
Howard, Marcia Morales, former
Isaf, Fred T.
Johnston, Barbara Christie
Joslin, Rodney D., former

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued further on a "Rezoning Attachment to Par. 1(c)" form.

Rezoning Attachment to Par. 1(c)

Page ____ of ____

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for Application No. (s): _____
(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

McGuireWoods LLP
1750 Tysons Boulevard, Suite 1800
McLean, VA 22102

(check if applicable) ☒ The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g., General Partner, Limited Partner, or General and Limited Partner)

Kane, Richard F.
Katsantonis, Joanne (nmi)
Keefe, Kenneth M., Jr.
King, Donald E.
King, William H., Jr.
Kittrell, Steven D.
Krueger, Kurt J.
La Fratta, Mark J.
Lawrie, Jr., Henry deVos
Little, Nancy R.
Mack, Curtis L.
Marshall, Gary S.
Martin, George Keith
McArver, R. Dennis
McCallum, Steven C.
McElligott, James P.
McElroy, Robert G.
McFarland, Robert W.
McGee, Gary C., former
McIntyre, Charles Wm.
McMenamin, Joseph P.
Melson, David E.
Menges, Charles L.
Menson, Richard L.

Michels, John J., Jr.
Milton, Christine R.
Murphy, Sean F.
Newman, William A.
Nunn, Daniel B., Jr.
Oakey, David N.
O'Grady, Clive R. G.
O'Grady, John B.
Oostdyk, Scott C.
Padgett, John D.
Page, Rosewell, (nmi) III
Pankey, David H.
Pollard, John O.
Price, James H., III
Pusateri, David P.
Richardson, David L.
Rifken, Lawrence E.
Riopelle, Brian C.
Robertson, David W.
Robinson, Stephen W.
Rogers, Marvin L.
Rohman, Thomas P.
Rosen, Gregg M.
Russell, Deborah M.

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued further on a "Rezoning Attachment to Par. 1(c)" form.

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PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

McGuireWoods LLP
1750 Tysons Boulevard, Suite 1800
McLean, VA 22102(check if applicable) ☒ The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g., General Partner, Limited Partner, or General and Limited Partner)

Rust, Dana L.
Sable, Robert G.
Satterwhite, Rodney A.
Schill, Gilbert E., Jr.
Sellers, Jane Whitt
Shelley, Patrick M.
Skinner, Halcyon E.
Slaughter, Alexander H.
Slone, Daniel K.
Smith, James C., III
Smith, R. Gordon
Spahn, Thomas E.
Stallings, Thomas J.
Steen, Bruce M.
Stone, Jacquelyn E.
Strickland, William J.
Stroud, Robert E.
Summers, W. Dennis
Swartz, Charles R.
Swindell, Gary W., former
Tashjian-Brown, Eva S.
Taylor, D. Brooke
Tetzlaff, Theodore R.Thornhill, James A.
Van der Mersch, Xavier G.
Vick, Howard C., Jr.
Waddell, William R.
Walker, Howard W.
Walsh, James H.
Watts, Stephen H., II
Wells, David M.
Whittemore, Anne Marie
Williams, Stephen E., former
Williams, Steven R.
Williamson, Mark D.
Wilson, Ernest G.
Wood, R. Craig
Word, Thomas S., Jr., former
Younger, W. Carter
Zirkle, Warren E.
Patrick A. DeRidder
Sandra K. Giannone
Patrick L. Hayden
James L. Matte
J. Tracy Walker, IV
John B. Yorke, former
B. Andrew Pickens
Barbara (nmi) Baran
Hollis Gonerka Bart(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued further on a "Rezoning Attachment to Par. 1(c)" form.

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PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

McGuireWoods LLP
1750 Tysons Boulevard, Suite 1800
McLean, VA 22102

(check if applicable) ☒ The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g., General Partner, Limited Partner, or General and Limited Partner)

Scott L. Becker
Marshall H. Beil
James J. Casey
Jules I. Crystal
Stephen J. Di Cioccio
Michael J. DiMattia
Donald J. Gibson, Jr.
Philip (nmi) Goldstein
Richard T. Greenberg
Yvette (nmi) Harmon
James T. Harrington
David L. Hartsell
Scott (nmi) Hodes
Richard L. Jarashow
Jacquelyn F. Kidder
Michael H. King
Timothy C. Klenk
John Y. Lee
Richard E. Lieberman
William M. Long
Paul A. Lutter
Richard J. Mason
John B. Pellegrini
Russell M. Pelton
Robert J. Pristave
Richard J. Rappaport

James B. Riley, Jr.
Lawrence R. Samuels
Keith P. Schoeneberger
John L. Senica
William D. Serritella
Steven R. Smith
Joel H. Spitz
Gary L. Starkman
David F. Sterling
James K. Toohey
Peter J. Valeta
Robert E. Wangard
Richard A. Wilsker
Kevin J. Young

These are the only equity partners in the above-referenced firm.

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued further on a "Rezoning Attachment to Par. 1(c)" form.

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1(c). The following constitutes a listing** of all of the PARTNERS, both GENERAL and LIMITED, in any partnership disclosed in this affidavit:

PARTNERSHIP INFORMATION

PARTNERSHIP NAME & ADDRESS: (enter complete name, number, street, city, state and zip code)

TM Investments, LP
 4922 A St. Elmo Avenue
 Bethesda, MD 20814

(check if applicable) ☐ The above-listed partnership has no limited partners.

NAMES AND TITLE OF THE PARTNERS (enter first name, middle initial, last name, and title, e.g. General Partner, Limited Partner, or General and Limited Partner)

General Partner:

CF Holdings G.P. (less than 10%)
 Melvin (nmi) Lenkin
 Thelma Z. Lenkin
 Edward J. Lenkin

Limited Partners:

Melvin (nmi) Lenkin
 Thelma Z. Lenkin
 Edward J. Lenkin
 Judy Lenkin Lerner
 ML 1990 Trust
 Melvin (nmi) Lenkin, Grantor
 TZL 1990 Trust
 Thelma Z. Lenkin, Grantor
 EJJ Trust
 Edward J. Lenkin
 Judy Lenkin Lerner
 JEL-87 Trust
 Edward J. Lenkin
 Judy Lenkin Lerner

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued on a "Rezoning Attachment to Par. 1(c)" form.

** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER or LESSEE of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed. Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.*

Rezoning Attachment to Par. 1(c)DATE: AUG -4 2003
(enter date affidavit is notarized)for Application No. (s): _____
(enter County-assigned application number (s))**PARTNERSHIP NAME & ADDRESS:** (enter complete name & number, street, city, state & zip code)Burgess & Niple, Ltd. (Owner of Burgess & Niple, Inc.)
5085 Reed Road
Columbus, Ohio 43220(check if applicable) ☐ The above-listed partnership has no limited partners.**NAMES AND TITLES OF THE PARTNERS:** (enter first name, middle initial, last name, and title, e.g.,
General Partner, Limited Partner, or General and Limited Partner)James A. Butz
John T. DeBell
James D. Edwards
Peggy L. Garrison
Milton G. Bosworth
D. Bruce MansfieldRichard W. Reithmiller
Francis C. Smith
Terrance A. Sack
Larry J. Woodlan
Dennis A. ChelseyKenneth R. Davis, Jr.
Barry Y. Dixon
James P. Garrison
Davis A. Kalina
John D. Clarke, Jr.Walter C. Roehrs
Mark R. Rowland
Ronald R. Schultz
Charles J. Zibbel
John M. Elkin, Jr.(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued further on a
"Rezoning Attachment to Par. 1(c)" form.

REZONING AFFIDAVIT

AUG - 4 2003

DATE: _____
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number(s))

1(d). One of the following boxes **must** be checked:

☐ In addition to the names listed in Paragraphs 1(a), 1(b), and 1(c) above, the following is a listing of any and all other individuals who own in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE** of the land:

☒ Other than the names listed in Paragraphs 1(a), 1(b), and 1(c) above, no individual owns in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE** of the land.

2. That no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or through an interest in a partnership owning such land.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on the line below.)

None

(check if applicable) ☐ There are more interests to be listed and Par. 2 is continued on a "Rezoning Attachment to Par. 2" form.

REZONING AFFIDAVIT

Page Five

DATE: AUG - 4 2003
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number(s))

3. That within the twelve-month period prior to the public hearing of this application, no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household, either directly or by way of partnership in which any of them is a partner, employee, agent, or attorney, or through a partner of any of them, or through a corporation in which any of them is an officer, director, employee, agent, or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has, or has had any business or financial relationship, other than any ordinary depositor or customer relationship with or by a retail establishment, public utility, or bank, including any gift or donation having a value of \$200 or more, with any of those listed in Par. 1 above.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on line below.)

John T. DeBell (Burgess & Niple) made a donation to the Friends of Mike Frey in excess of \$200.00 on September 10, 2002. Brian J. Selfe, Henry A. Long and Elissa L. White (Long Merrifield, LLC) contributed in excess of \$200 to Connolly for Supervisor.

(NOTE: Business or financial relationships of the type described in this paragraph that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings. See Par. 4 below.)

(check if applicable) ☐ There are more disclosures to be listed and Par. 3 is continued on a "Rezoning Attachment to Par. 3" form.

4. That the information contained in this affidavit is complete, that all partnerships, corporations, and trusts owning 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE** of the land have been listed and broken down, and that prior to each and every public hearing on this matter, I will reexamine this affidavit and provide any changed or supplemental information, including business or financial relationships of the type described in Paragraph 3 above, that arise on or after the date of this application.

WITNESS the following signature:

(check one)

☐ Applicant

☒ Applicant's Authorized Agent

Carson L. Fifer, Jr., Applicant's Agent

(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 4th day of August, 2003, in the State/Comm. of Virginia, County/City of Stafford.

Pamela P. Lambert
Notary Public

My commission expires: 3/31/06

PROFFERED CONDITION AMENDMENT

REZONING AFFIDAVIT

DATE: AUG -4 2003
 (enter date affidavit is notarized)

I, Carson L. Fifer, Jr., Agent for Applicant, do hereby state that I am an
 (enter name of applicant or authorized agent)

(check one) ☐ applicant
☒ applicant's authorized agent listed in Par. 1(a) below

in Application No.(s): _____
 (enter County-assigned application number(s), e.g. RZ 88-V-001)

and that, to the best of my knowledge and belief, the following information is true:

- 1(a). The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS, and LESSEES** of the land described in the application, and, if any of the foregoing is a **TRUSTEE***, each **BENEFICIARY** of such trust, and all **ATTORNEYS** and **REAL ESTATE BROKERS**, and all **AGENTS** who have acted on behalf of any of the foregoing with respect to the application:

(NOTE: All relationships to the application listed above in **BOLD** print must be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
LWL, LLC Agents: William L. Walde Brian J. Selfe	P.O. Box 2263 8 N. Madison Street Middleburg, VA 20118	Applicant/Contract Purchaser/Agent of a portion of TM 44-3-((6))-21A
Manassas Technology Ventures, LLC Agent: Joan M. Smith	11350 Random Hills Road Suite 720 Fairfax, VA 22030	Property Owner/Agent TM 44-3-((6))-21A
McGuireWoods LLP Agents: Carson L. Fifer, Jr. Esq. Gregory A. Riegle, Esq. Lisa M. Chiblow Mary B. Schukraft	1750 Tysons Boulevard Suite 1800 McLean, VA 22102	Attorney/Agent Attorney/Agent Planner/Agent Planner/Agent

(check if applicable) ☒ There are more relationships to be listed and Par. 1(a) is continued on a "Rezoning Attachment to Par. 1(a)" form.

* List as follows: Name of trustee, Trustee for (name of trust, if applicable), for the benefit of: (state name of each beneficiary).

PROFFERED CONDITON AMENDMENT

Page ____ of ____

Rezoning Attachment to Par. 1(a)

DATE: AUG - 4 2003
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number (s))

(NOTE): All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Zivic & Hurdle Architects P.C. Agent: Richard E. Hurdle	4031 University Drive Suite 120 Fairfax, VA 22030	Architects/Agents
Burgess & Niple, Inc. Agents: William C. Putnam James L. McCormick Dennis M. Thomas	4160 Pleasant Valley Road Chantilly, VA 20151	Engineers/Agents

(check if applicable) ☐ There are more relationships to be listed and Par. 1(a) is continued further on a "Rezoning Attachment to Par. 1(a)" form.

PROFFERED CONDITION AMENDMENT
REZONING AFFIDAVIT

Page Two

DATE: AUG -4 2003
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number(s))

1(b). The following constitutes a listing** of the SHAREHOLDERS of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 10 or less shareholders, a listing of all of the shareholders, and if the corporation is an owner of the subject land, all of the OFFICERS and DIRECTORS of such corporation:

(NOTE: Include SOLE PROPRIETORSHIPS, LIMITED LIABILITY COMPANIES, and REAL ESTATE INVESTMENT TRUSTS herein.)

CORPORATION INFORMATION

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Manassas Technology Ventures, LLC
11350 Random Hills Road, Suite 720
Fairfax, VA 22030

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF SHAREHOLDERS: (enter first name, middle initial, and last name)

Adler Manassas B, LLC
350 South Washington, LLC
Joan M. Smith, managing member

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name & title, e.g. President, Vice President, Secretary, Treasurer, etc.)

None

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued on a "Rezoning Attachment 1(b)" form.

** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed. Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.*

PROFFERED CONDITION AMENDMENT

Rezoning Attachment to Par. 1(b)

Page ____ of ____

DATE: AUG -4 2003
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

LWL, LLC
P.O. Box 2263
8 N. Madison Street
Middleburg, VA 20118

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

Long Plaza LLC - Member
EDWI, LLC - Member

William L. Walde, managing member
Brian J. Selfe, managing member

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

None

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Zivic & Hurdle Architects P.C.
4031 University Drive, Suite 120
Fairfax, VA 22030

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Richard E. Hurdle
Bruce S. Zivic
Anwar (nmi) Iabal

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

Richard E. Hurdle, President
Bruce S. Zivic, Vice President

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

PROFFERED CONDITION AMENDMENT

Page ____ of ____

Rezoning Attachment to Par. 1(b)

DATE: AUG -4 2003
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Long Plaza LLC
P.O. Box 2263, 8 North Madison Street
Middleburg, VA 20118

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

Henry A. Long, managing member	Elisa L. White, authorized member	Henry A. Long, II, Member
Brian J. Selfe, authorized member	Betty H. Long, Member	Kirsten E. Long, Member

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

None

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

EDWI, LLC
4922 A St. Elmo Avenue
Bethesda, MD 20814

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

TM Investments, LP
William L. Walde, managing member
JEL-87 Trust

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

None

(check if applicable)

☒

There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

PROFFERED CONDITION AMENDMENT
Rezoning Attachment to Par. 1(b)

Page ____ of ____

DATE: AUG - 4 2003
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Burgess & Niple, Inc.
4160 Pleasant Valley Road
Chantilly, VA 20151

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

Wholly owned subsidiary of Burgess & Niple, Ltd.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

John T. DeBell, President	Arthur L. Woods, III, Vice President	Dennis M. Thomas, VP
Francis C. Smith, Dir & Chairman	Terrence A. Sachs, Dir/Treas.	John M. Elkin, Exec. VP
Kenneth R. Davis, Jr., Secty	Ronald S. Bray, VP	Juliette L. Connell, VP
John D. Clarke, Jr., Exec. VP	Garrett S. Runey, III, VP	Melvin F. Willis, VP

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Dashco, Inc.
11350 Random Hills Road, Suite 720
Fairfax, VA 22030

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Daniel S. Adler
Leonard (nmi) Adler
Shawn D. Adler

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

Daniel S. Adler, President, Treasurer	Leonard (nmi) Adler, Vice President
Shawn D. Adler, VP, Secretary	Joan M. Smith, VP, Asst. Secretary

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

PROFFERED CONDITION AMENDMENT
Rezoning Attachment to Par. 1(b)

Page ____ of ____

DATE: AUG - 4 2003
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
350 South Washington, LLC
P.O. Box 3007
Oakton, VA 22124

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

David M. Gregory, managing member (50%)
Robert E. Paris, managing member (50%)

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

None

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Adler Manassas B, LLC
11350 Random Hills Road, Suite 720
Fairfax, VA 22030

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Dashco, Inc. Daniel S. Adler
Leonard (nmi) Adler Shawn D. Adler

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

Daniel S. Adler, President & Treasurer
Shawn D. Adler, Vice President
Joan M. Smith, Vice President, Assistant Secretary

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

PROFFERED CONDITION AMENDMENT

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REZONING AFFIDAVIT

DATE: AUG -4 2003
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number(s))

1(c). The following constitutes a listing** of all of the PARTNERS, both GENERAL and LIMITED, in any partnership disclosed in this affidavit:

PARTNERSHIP INFORMATION

PARTNERSHIP NAME & ADDRESS: (enter complete name, number, street, city, state and zip code)

McGuireWoods LLP
1750 Tysons Boulevard, Suite 1800
McLean, VA 22102

(check if applicable) ☒ The above-listed partnership has no limited partners.

NAMES AND TITLE OF THE PARTNERS (enter first name, middle initial, last name, and title, e.g. General Partner, Limited Partner, or General and Limited Partner)

Equity Partners of McGuireWoods LLP

Aaronson, Russell T., III, former
Adams, Robert T.
Ames, W. Allen, Jr.
Anderson, Arthur E., II
Anderson, Donald D.
Andre-Dumont, Hubert
Atkinson, Frank B., former
Aucutt, Ronald D.
Bagley, Terrence M.
Baril, Mary Dalton
Barnum, John W.

Barr, John S.
Bates, John W., III
Belcher, Dennis I.
Blanco, Jim L., former
Boland, J. William
Bracey, Lucius H., Jr.
Broadus, William G.
Brown, Thomas C., Jr.
Burke, John W., III
Burkholder, Evan A.
Burrus, Robert L., Jr.

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued on a "Rezoning Attachment to Par. 1(c)" form.

** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER or LESSEE of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed. Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.*

PROFFERED CONDITION AMENDMENT

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Rezoning Attachment to Par. 1(c)

DATE: AUG -4 2003
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

McGuireWoods LLP
1750 Tysons Boulevard, Suite 1800
McLean, VA 22102

(check if applicable) ☒ The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g., General Partner, Limited Partner, or General and Limited Partner)

Busch, Stephen D.
Cabaniss, Thomas E.
Cairns, Scott S.
Capwell, Jeffrey R.
Carter, Joseph C., III
Cason, Alan C.
Cogbill, John V., III
Courson, Gardner G., former
Cranfill, William T.
Cromwell, Richard J.
Culbertson, Craig R.
Cullen, Richard (nmi)
Cutchins, Clifford A., IV
Dabney, H. Slayton, Jr.
de Cannart d'Hamale, Emmanuel
Deem, William W.
den Hartog, Grace R., former
Dillon, Lee Ann
Douglass, W. Birch, III
Dudley, Waller T.
Dyke, James Webster, Jr.
Earl, Marshall H., Jr.
Edwards, Elizabeth F.

Evans, David E.
Feller, Howard (nmi)
Fennebresque, John C.
Fifer, Carson Lee, Jr.
Flemming, Michael D.
France, Bonnie M.
Franklin, Stanley M.
Freye, Gloria L.
Getchell, E. Duncan, Jr.
Gieg, William F., former
Gillece, James P., Jr.
Glassman, M. Melissa
Goodall, Larry M.
Gordon, Alan B.
Grandis, Leslie A.
Grimm, William K.
Hampton, Glenn W.
Harmon, T. Craig
Heberton, George H.
Howard, Marcia Morales, former
Isaf, Fred T.
Johnston, Barbara Christie
Joslin, Rodney D., former

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued further on a "Rezoning Attachment to Par. 1(c)" form.

PROFFERED CONDITION AMENDMENT

Rezoning Attachment to Par. 1(c)

Page ____ of ____

DATE: AUG -4 2003
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

McGuireWoods LLP
1750 Tysons Boulevard, Suite 1800
McLean, VA 22102

(check if applicable) ☒ The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g., General Partner, Limited Partner, or General and Limited Partner)

Kane, Richard F.
Katsantonis, Joanne (nmi)
Keefe, Kenneth M., Jr.
King, Donald E.
King, William H., Jr.
Kittrell, Steven D.
Krueger, Kurt J.
La Fratta, Mark J.
Lawrie, Jr., Henry deVos
Little, Nancy R.
Mack, Curtis L.
Marshall, Gary S.
Martin, George Keith
McArver, R. Dennis
McCallum, Steven C.
McElligott, James P.
McElroy, Robert G.
McFarland, Robert W.
McGee, Gary C., former
McIntyre, Charles Wm.
McMenamin, Joseph P.
Melson, David E.
Menges, Charles L.
Menson, Richard L.

Michels, John J., Jr.
Milton, Christine R.
Murphy, Sean F.
Newman, William A.
Nunn, Daniel B., Jr.
Oakey, David N.
O'Grady, Clive R. G.
O'Grady, John B.
Oostdyk, Scott C.
Padgett, John D.
Page, Rosewell, (nmi) III
Pankey, David H.
Pollard, John O.
Price, James H., III
Pusateri, David P.
Richardson, David L.
Rifken, Lawrence E.
Riopelle, Brian C.
Robertson, David W.
Robinson, Stephen W.
Rogers, Marvin L.
Rohman, Thomas P.
Rosen, Gregg M.
Russell, Deborah M.

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued further on a "Rezoning Attachment to Par. 1(c)" form.

PROFFERED CONDITION AMENDMENT

Rezoning Attachment to Par. 1(c)

Page ____ of ____

AUG -4 2003

DATE:

(enter date affidavit is notarized)

for Application No. (s):

(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

McGuireWoods LLP
1750 Tysons Boulevard, Suite 1800
McLean, VA 22102

(check if applicable) ☒ The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g., General Partner, Limited Partner, or General and Limited Partner)

Rust, Dana L.
Sable, Robert G.
Satterwhite, Rodney A.
Schill, Gilbert E., Jr.
Sellers, Jane Whitt
Shelley, Patrick M.
Skinner, Halcyon E.
Slaughter, Alexander H.
Slone, Daniel K.
Smith, James C., III
Smith, R. Gordon
Spahn, Thomas E.
Stallings, Thomas J.
Steen, Bruce M.
Stone, Jacquelyn E.
Strickland, William J.
Stroud, Robert E.
Summers, W. Dennis
Swartz, Charles R.
Swindell, Gary W., former
Tashjian-Brown, Eva S.
Taylor, D. Brooke
Tetzlaff, Theodore R.

Thornhill, James A.
Van der Mersch, Xavier G.
Vick, Howard C., Jr.
Waddell, William R.
Walker, Howard W.
Walsh, James H.
Watts, Stephen H., II
Wells, David M.
Whittemore, Anne Marie
Williams, Stephen E., former
Williams, Steven R.
Williamson, Mark D.
Wilson, Ernest G.
Wood, R. Craig
Word, Thomas S., Jr., former
Younger, W. Carter
Zirkle, Warren E.
Patrick A. DeRidder
Sandra K. Giannone
Patrick L. Hayden
James L. Matte
J. Tracy Walker, IV
John B. Yorke, former
B. Andrew Pickens
Barbara (nmi) Baran
Hollis Gonerka Bart

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued further on a "Rezoning Attachment to Par. 1(c)" form.

PROFFERED CONDITION AMENDMENT

Rezoning Attachment to Par. 1(c)

Page ____ of ____

AUG - 4 2003

DATE: _____
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

McGuireWoods LLP
1750 Tysons Boulevard, Suite 1800
McLean, VA 22102

(check if applicable) ☒ The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g., General Partner, Limited Partner, or General and Limited Partner)

Scott L. Becker
Marshall H. Beil
James J. Casey
Jules I. Crystal
Stephen J. Di Cioccio
Michael J. DiMattia
Donald J. Gibson, Jr.
Philip (nmi) Goldstein
Richard T. Greenberg
Yvette (nmi) Harmon
James T. Harrington
David L. Hartsell
Scott (nmi) Hodes
Richard L. Jarashow
Jacquelyn F. Kidder
Michael H. King
Timothy C. Klenk
John Y. Lee
Richard E. Lieberman
William M. Long
Paul A. Lutter
Richard J. Mason
John B. Pellegrini
Russell M. Pelton
Robert J. Pristave
Richard J. Rappaport

James B. Riley, Jr.
Lawrence R. Samuels
Keith P. Schoeneberger
John L. Senica
William D. Serritella
Steven R. Smith
Joel H. Spitz
Gary L. Starkman
David F. Sterling
James K. Toohey
Peter J. Valeta
Robert E. Wangard
Richard A. Wilsker
Kevin J. Young

These are the only equity partners in the above-referenced firm.

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued further on a "Rezoning Attachment to Par. 1(c)" form.

PROFFERED CONDITION AMENDMENT

Page Three

REZONING AFFIDAVIT

DATE: AUG - 4 2003
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number(s))

- 1(c). The following constitutes a listing** of all of the PARTNERS, both GENERAL and LIMITED, in any partnership disclosed in this affidavit:

PARTNERSHIP INFORMATION

PARTNERSHIP NAME & ADDRESS: (enter complete name, number, street, city, state and zip code)

TM Investments, LP
4922 A St. Elmo Avenue
Bethesda, MD 20814

(check if applicable) ☐ The above-listed partnership has no limited partners.

NAMES AND TITLE OF THE PARTNERS (enter first name, middle initial, last name, and title, e.g. General Partner, Limited Partner, or General and Limited Partner)

General Partner:

CF Holdings G.P. (less than 10%)
Melvin (nmi) Lenkin
Thelma Z. Lenkin
Edward J. Lenkin

Limited Partners:

Melvin (nmi) Lenkin
Thelma Z. Lenkin
Edward J. Lenkin
Judy Lenkin Lerner
ML 1990 Trust
Melvin (nmi) Lenkin, Grantor
TZL 1990 Trust
Thelma Z. Lenkin, Grantor
EJL Trust
Edward J. Lenkin
Judy Lenkin Lerner
JEL-87 Trust
Edward J. Lenkin
Judy Lenkin Lerner

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued on a "Rezoning Attachment to Par. 1(c)" form.

** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER or LESSEE of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed. Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.*

PROFFERED CONDITION AMENDMENT

Page ____ of ____

Rezoning Attachment to Par. 1(c)

DATE: AUG - 4 2003
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

Burgess & Niple, Ltd. (Owner of Burgess & Niple, Inc.)
5085 Reed Road
Columbus, Ohio 43220

(check if applicable) ☐ The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g., General Partner, Limited Partner, or General and Limited Partner)

James A. Butz
John T. DeBell
James D. Edwards
Peggy L. Garrison
Milton G. Bosworth
D. Bruce Mansfield

Richard W. Reithmiller
Francis C. Smith
Terrance A. Sack
Larry J. Woodlan
Dennis A. Chelsey

Kenneth R. Davis, Jr.
Barry Y. Dixon
James P. Garrison
Davis A. Kalina
John D. Clarke, Jr.

Walter C. Roehrs
Mark R. Rowland
Ronald R. Schultz
Charles J. Zibbel
John M. Elkin, Jr.

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued further on a "Rezoning Attachment to Par. 1(c)" form.

PROFFERED CONDITION AMENDMENT

Page Four

REZONING AFFIDAVIT

DATE: AUG -4 2003
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number(s))

1(d). One of the following boxes must be checked:

☐ In addition to the names listed in Paragraphs 1(a), 1(b), and 1(c) above, the following is a listing of any and all other individuals who own in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE** of the land:

☒ Other than the names listed in Paragraphs 1(a), 1(b), and 1(c) above, no individual owns in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE** of the land.

2. That no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or through an interest in a partnership owning such land.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on the line below.)

None

(check if applicable) ☐ There are more interests to be listed and Par. 2 is continued on a "Rezoning Attachment to Par. 2" form.

PROFFERED CONDITION AMENDMENT

Page Five

~~REZONING AFFIDAVIT~~

DATE: AUG -4 2003
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number(s))

3. That within the twelve-month period prior to the public hearing of this application, no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household, either directly or by way of partnership in which any of them is a partner, employee, agent, or attorney, or through a partner of any of them, or through a corporation in which any of them is an officer, director, employee, agent, or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has, or has had any business or financial relationship, other than any ordinary depositor or customer relationship with or by a retail establishment, public utility, or bank, including any gift or donation having a value of \$200 or more, with any of those listed in Par. 1 above.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on line below.)

John T. DeBell (Burgess & Niple) made a donation to the Friends of Mike Frey in excess of \$200.00 on September 10, 2002. Brian J. Selfe, Henry A. Long and Elissa L. White (Long Merrifield, LLC) contributed in excess of \$200 to Connolly for Supervisor.

(NOTE: Business or financial relationships of the type described in this paragraph that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings. See Par. 4 below.)

(check if applicable) ☐ There are more disclosures to be listed and Par. 3 is continued on a "Rezoning Attachment to Par. 3" form.

4. That the information contained in this affidavit is complete, that all partnerships, corporations, and trusts owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land have been listed and broken down, and that prior to each and every public hearing on this matter, I will reexamine this affidavit and provide any changed or supplemental information, including business or financial relationships of the type described in Paragraph 3 above, that arise on or after the date of this application.

WITNESS the following signature:

(check one)

☐ Applicant

☒ Applicant's Authorized Agent

Carson L. Fifer, Jr., Applicant's Agent

(type or print first name, middle initial, last name, and title of signer)

Subscribed and sworn to before me this 4th day of August 2003, in the State/Comm. of Virginia, County/City of Fairfax.

Pamela P. Lambert
Notary Public

My commission expires: 3/31/06

SPECIAL EXCEPTION AFFIDAVITDATE: JUN 30 2003

I, Lisa M. Chiblow, Agent for Applicant (enter date affidavit is notarized)
 (enter name of applicant or authorized agent), do hereby state that I am an

(check one) ☐ applicant
☒ applicant's authorized agent listed in Par. 1(a) below

in Application No.(s): _____
 (enter County-assigned application number(s), e.g. SE 88-V-001)

and that, to the best of my knowledge and belief, the following information is true:

- 1(a). The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS, and LESSEES** of the land described in the application, and, if any of the foregoing is a **TRUSTEE***, each **BENEFICIARY** of such trust, and all **ATTORNEYS** and **REAL ESTATE BROKERS**, and all **AGENTS** who have acted on behalf of any of the foregoing with respect to the application:

(NOTE: All relationships to the application listed above in **BOLD** print are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
LWL, LLC Agents: William L. Walde Brian J. Selfe	P.O. Box 2263 8 N. Madison Street Middleburg, VA 20118	Applicant/Contract Purchaser/Agent of a portion of TM 44-3-((6))-21A
Manassas Technology Ventures, LLC Agent: Joan M. Smith	11350 Random Hills Road Suite 720 Fairfax, VA 22030	Property Owner/Agent TM 44-3-((6))-21A
McGuireWoods LLP Agents: Carson L. Fifer, Jr. Esq. Gregory A. Riegle, Esq. Lisa M. Chiblow Mary B. Schukraft	1750 Tysons Boulevard Suite 1800 McLean, VA 22102	Attorney/Agent Attorney/Agent Planner/Agent Planner/Agent

(check if applicable)

☒ There are more relationships to be listed and Par. 1(a) is continued on a "Special Exception Attachment to Par. 1(a)" form.

* List as follows: Name of trustee, Trustee for (name of trust, if applicable), for the benefit of: (state name of each beneficiary).

Special Exception Attachment to Par. 1(a)

Page ____ of ____

DATE: JUN 30 2003
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number (s))

(NOTE: All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel (s) for each owner(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Zivic & Hurdle Architects P.C. Agent: Richard E. Hurdle	4031 University Drive Suite 120 Fairfax, VA 22030	Architects/Agents
Burgess & Niple, Inc. Agents: William C. Putnam James L. McCormick Dennis M. Thomas	4160 Pleasant Valley Road Chantilly, VA 20151	Engineers/Agents

(check if applicable)

[]

There are more relationships to be listed and Par. 1(a) is continued further on a "Special Exception Attachment to Par. 1(a)" form.

SPECIAL EXCEPTION AFFIDAVIT

JUN 30 2003

DATE: _____
(enter date affidavit is notarized)for Application No. (s): _____
(enter County-assigned application number(s))

1(b). The following constitutes a listing** of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 10 or less shareholders, a listing of all of the shareholders:

(NOTE: Include SOLE PROPRIETORSHIPS, LIMITED LIABILITY COMPANIES, and REAL ESTATE INVESTMENT TRUSTS herein.)

CORPORATION INFORMATION

NAME & ADDRESS OF CORPORATION: (enter complete name and number, street, city, state, and zip code)

Manassas Technology Ventures, LLC
11350 Random Hills Road, Suite 720
Fairfax, VA 22030

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF SHAREHOLDERS: (enter first name, middle initial and last name)

Adler Manassas B, LLC
350 South Washington, LLC
Joan M. Smith, managing member

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued on a "Special Exception Affidavit Attachment 1(b)" form.

**** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed. Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.***

Special Exception Attachment to Par. 1(b)

JUN 30 2003

DATE: _____
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

LWL, LLC
P.O. Box 2263
8 N. Madison Street
Middleburg, VA 20118

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Long Plaza LLC – Member	William L. Walde, managing member
EDWI, LLC – Member	Brian J. Selfe, managing member

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Zivic & Hurdle Architects P.C.
4031 University Drive, Suite 120
Fairfax, VA 22030

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Richard E. Hurdle
Bruce S. Zivic
Anwar (nmi) Iabal

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

Special Exception Attachment to Par. 1(b)
JUN 30 2003DATE: _____
(enter date affidavit is notarized)for Application No. (s): _____
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Long Plaza LLC
P.O. Box 2263, 8 North Madison Street
Middleburg, VA 20118DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Henry A. Long, managing member	Elisa L. White, authorized member	Henry A. Long, II, Member
Brian J. Selfe, authorized member	Betty H. Long, Member	Kirsten E. Long, Member

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

EDWI, LLC
4922 A St. Elmo Avenue
Bethesda, MD 20814DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

TM Investments, LP
William L. Walde, managing member
JEL-87 Trust

(check if applicable)

☒There is more corporation information and Par. 1(b) is continued further on a
"Special Exception Attachment to Par. 1(b)" form.

Special Exception Attachment to Par. 1(b)

JUN 30 2003

DATE: _____
(enter date affidavit is notarized)for Application No. (s): _____
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Burgess & Niple, Inc.
4160 Pleasant Valley Road
Chantilly, VA 20151DESCRIPTION OF CORPORATION: (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Wholly owned subsidiary of Burgess & Niple, Ltd.

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Dashco, Inc.
11350 Random Hills Road, Suite 720
Fairfax, VA 22030DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Daniel S. Adler
Leonard (nmi) Adler
Shawn D. Adler

(check if applicable)

There is more corporation information and Par. 1(b) is continued further on a
"Special Exception Attachment to Par. 1(b)" form.

Special Exception Attachment to Par. 1(b)

JUN 30 2003

DATE: _____
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

350 South Washington, LLC
P.O. Box 3007
Oakton, VA 22124

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

David M. Gregory, managing member (50%)
Robert E. Paris, managing member (50%)

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Adler Manassas B, LLC
11350 Random Hills Road, Suite 720
Fairfax, VA 22030

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Dashco, Inc.
Leonard (nmi) Adler

Daniel S. Adler
Shawn D. Adler

(check if applicable) ☐ There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

SPECIAL EXCEPTION AFFIDAVIT

DATE: JUN 30 2003
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number(s))

1(c). The following constitutes a listing** of all of the PARTNERS, both GENERAL and LIMITED, in any partnership disclosed in this affidavit:

PARTNERSHIP INFORMATION

PARTNERSHIP NAME & ADDRESS: (enter complete name, and number, street, city, state, and zip code)
TM Investments, LP
4922 A St. Elmo Avenue
Bethesda, MD 20814

(check if applicable) ☐ The above-listed partnership has no limited partners.

NAMES AND TITLE OF THE PARTNERS (enter first name, middle initial, last name, and title, e.g. General Partner, Limited Partner, or General and Limited Partner)

General Partner:

CF Holdings G.P. (less than 10%)
Melvin (nmi) Lenkin
Thelma Z. Lenkin
Edward J. Lenkin

Limited Partners:

Melvin (nmi) Lenkin	JEL-87 Trust
Thelma Z. Lenkin	Edward J. Lenkin
Edward J. Lenkin	Judy Lenkin Lerner
Judy Lenkin Lerner	
ML 1990 Trust	
Melvin (nmi) Lenkin, Grantor	
TZL 1990 Trust	
Thelma Z. Lenkin, Grantor	
EJL Trust	
Edward J. Lenkin	
Judy Lenkin Lerner	

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued on a "Special Exception Affidavit Attachment to Par. 1(c)" form.

**** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed. Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.**

Special Exception Attachment to Par. 1(c)

JUN 30 2003

DATE: _____
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

Burgess & Niple, Ltd. (Owner of Burgess & Niple, Inc.)
5085 Reed Road
Columbus, Ohio 43220

(check if applicable) [] The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g.,
General Partner, Limited Partner, or General and Limited Partner)

James A. Butz	Richard W. Reithmiller	Kenneth R. Davis, Jr.	Walter C. Roehrs
John T. DeBell	Francis C. Smith	Barry Y. Dixon	Mark R. Rowland
James D. Edwards	Terrance A. Sack	James P. Garrison	Ronald R. Schultz
Peggy L. Garrison	Larry J. Woodlan	Davis A. Kalina	Charles J. Zibbel
Milton G. Bosworth	Dennis A. Chelsey	John D. Clarke, Jr.	John M. Elkin, Jr.
D. Bruce Mansfield			

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued further on a
"Special Exception Attachment to Par. 1(c)" form.

Special Exception Attachment to Par. 1(c)

Page ____ of ____

DATE: _____
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)
McGuireWoods LLP
1750 Tysons Boulevard, Suite 1800
McLean, VA 22102

(check if applicable) ☒ The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g., General Partner, Limited Partner, or General and Limited Partner)

Equity Partners of McGuireWoods LLP

Aaronson, Russell T., III
Adams, Robert T.
Ames, W. Allen, Jr.
Anderson, Arthur E., II
Anderson, Donald D.
Andre-Dumont, Hubert
Atkinson, Frank B., former
Aucutt, Ronald D.
Bagley, Terrence M.
Baril, Mary Dalton
Barnum, John W.

Barr, John S.
Bates, John W., III, retired
Belcher, Dennis I.
Blanco, Jim L., former
Boland, J. William
Bracey, Lucius H., Jr.
Broaddus, William G.
Brown, Thomas C., Jr.
Burke, John W., III
Burkholder, Evan A.
Burrus, Robert L., Jr.

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued further on a "Special Exception Attachment to Par. 1(c)" form.

Special Exception Attachment to Par. 1(c)

JUN 30 2003

DATE: _____
(enter date affidavit is notarized)for Application No. (s): _____
(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

McGuireWoods LLP
1750 Tysons Boulevard, Suite 1800
McLean, VA 22102(check if applicable) ☒ The above-listed partnership has no limited partners.NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g.,
General Partner, Limited Partner, or General and Limited Partner)Busch, Stephen D.
Cabaniss, Thomas E.
Cairns, Scott S.
Capwell, Jeffrey R.
Carter, Joseph C., III
Cason, Alan C.
Cogbill, John V., III
Courson, Gardner G., former
Cranfill, William T.
Cromwell, Richard J.
Culbertson, Craig R.
Cutchins, Clifford A., IV
Cullen, Richard (nmi)
Dabney, H. Slayton, Jr.
Deem, William W.
de Cannart d'Hamale, Emmanuel
den Hartog, Grace R., former
Dillon, Lee Ann
Douglass, W. Birch, III
Dudley, Waller T.
Dyke, James Webster, Jr.
Earl, Marshall H., Jr., retired
Edwards, Elizabeth F.Evans, David E.
Feller, Howard (nmi)
Fennebresque, John C.
Fifer, Carson Lee, Jr.
Flemming, Michael D.
France, Bonnie M.
Franklin, Stanley M.
Freye, Gloria L.
Getchell, E. Duncan, Jr.
Gieg, William F., former
Gillece, James P., Jr.
Glassman, M. Melissa
Goodall, Larry M.
Gordon, Alan B.
Grandis, Leslie A.
Grimm, W. Kirk
Hampton, Glenn W.
Harmon, T. Craig
Heberton, George H.
Howard, Marcia Morales
Isaf, Fred T.
Johnston, Barbara Christie
Joslin, Rodney D., former(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued further on a
"Special Exception Attachment to Par. 1(c)" form.

Special Exception Attachment to Par. 1(c)

Page ____ of ____

DATE: JUN 30 2003
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

McGuireWoods LLP
1750 Tysons Boulevard, Suite 1800
McLean, VA 22102

(check if applicable) ☒ The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g., General Partner, Limited Partner, or General and Limited Partner)

Kane, Richard F.
Katsantonis, Joanne (nmi)
Keefe, Kenneth M., Jr.
King, Donald E.
King, William H., Jr.
Kittrell, Steven D.
Krueger, Kurt J.
La Fratta, Mark J.
Lawrie, Jr., Henry deVos
Little, Nancy R.
Mack, Curtis L.
Marshall, Gary S.
Martin, George Keith
McArver, R. Dennis, retired
McCallum, Steven C.
McElligott, James P.
McElroy, Robert G.
McFarland, Robert W.
McGee, Gary C., former
McIntyre, Charles Wm.
McMenamin, Joseph P.
Melson, David E.
Menges, Charles L.
Menson, Richard L.

Michels, John J., Jr.
Milton, Christine R.
Murphy, Sean F.
Newman, William A.
Nunn, Daniel B., Jr.
Oostdyk, Scott C.
O'Grady, Clive R. G.
O'Grady, John B.
Oakey, David N.
Padgett, John D.
Page, Rosewell, (nmi) III
Pankey, David H.
Pollard, John O., retired
Price, James H., III
Pusateri, David P.
Richardson, David L.
Rifken, Lawrence E.
Riopelle, Brian C.
Robertson, David W.
Robinson, Stephen W.
Rohman, Thomas P.
Rogers, Marvin L.
Rosen, Gregg M.
Russell, Deborah M.

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued further on a "Special Exception Attachment to Par. 1(c)" form.

Special Exception Attachment to Par. 1(c)

JUN 30 2003

DATE: _____
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

McGuireWoods LLP
1750 Tysons Boulevard, Suite 1800
McLean, VA 22102

(check if applicable) ☒ The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g., General Partner, Limited Partner, or General and Limited Partner)

Rust, Dana L.
Sable, Robert G.
Satterwhite, Rodney A.
Schill, Gilbert E., Jr.
Sellers, Jane Whitt
Shelley, Patrick M.
Skinner, Halcyon E.
Slaughter, Alexander H., retired
Slone, Daniel K.
Smith, James C., III
Smith, R. Gordon
Spahn, Thomas E.
Stallings, Thomas J.
Steen, Bruce M.
Stone, Jacquelyn E.
Strickland, William J.
Stroud, Robert E., retired
Summers, W. Dennis
Swartz, Charles R.
Swindell, Gary W., former
Tashjian-Brown, Eva S.
Taylor, D. Brooke, retired
Tetzlaff, Theodore R.

Thornhill, James A.
Van der Mersch, Xavier G.
Vick, Howard C., Jr.
Waddell, William R.
Walker, Howard W.
Walsh, James H.
Watts, Stephen H., II
Wells, David M.
Whittemore, Anne Marie
Williams, Stephen E., former
Williams, Steven R.
Williamson, Mark D.
Wilson, Ernest G.
Wood, R. Craig
Word, Thomas S., Jr., former
Younger, W. Carter
Zirkle, Warren E.
Patrick A. DeRidder
Sandra K. Giannone
Patrick L. Hayden
James L. Matte
J. Tracy Walker, IV
John B. Yorke, former
B. Andrew Pickens

These are the only equity partners in the above-referenced firm.

(check if applicable) ☐ There is more partnership information and Par. 1(c) is continued further on a "Special Exception Attachment to Par. 1(c)" form.

SPECIAL EXCEPTION AFFIDAVIT

DATE: JUN 30 2008
(enter date affidavit is notarized)

for Application No. (s): _____
(enter County-assigned application number(s))

1(d). One of the following boxes must be checked:

☐ In addition to the names listed in Paragraphs 1(a), 1(b), and 1(c) above, the following is a listing of any and all other individuals who own in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE** of the land:

☐ Other than the names listed in Paragraphs 1(a), 1(b), and 1(c) above, no individual owns in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE** of the land.

2. That no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or through an interest in a partnership owning such land.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on the line below.)

None

(check if applicable)

☒

There are more interests to be listed and Par. 2 is continued on a "Special Exception Attachment to Par. 2" form.

Application No.(s): _____
(county-assigned application number(s), to be entered by County Staff)

Page Five

SPECIAL EXCEPTION AFFIDAVIT

DATE: JUN 30 2003
(enter date affidavit is notarized)

3. That within the twelve-month period prior to the public hearing of this application, no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household, either directly or by way of partnership in which any of them is a partner, employee, agent, or attorney, or through a partner of any of them, or through a corporation in which any of them is an officer, director, employee, agent, or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has, or has had any business or financial relationship, other than any ordinary depositor or customer relationship with or by a retail establishment, public utility, or bank, including any gift or donation having a value of \$200 or more, with any of those listed in Par. 1 above. **EXCEPT AS FOLLOWS:** (NOTE: If answer is none, enter "NONE" on line below.)

John T. DeBell (Burgess & Niple) made a donation to the Friends of Mike Frey in excess of \$200.00 on September 10, 2002.

NOTE: Business or financial relationships of the type described in this paragraph that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings. See Par. 4 below.)

(check if applicable) ☐ There are more disclosures to be listed and Par. 3 is continued on a "Special Exception Attachment to Par. 3" form.

4. That the information contained in this affidavit is complete, that all partnerships, corporations, and trusts owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land have been listed and broken down, and that prior to each and every public hearing on this matter, I will reexamine this affidavit and provide any changed or supplemental information, including business or financial relationships of the type described in Paragraph 3 above, that arise on or after the date of this application.

WITNESS the following signature:

(check one)

☐ Applicant

☒ Applicant's Authorized Agent

Lisa M. Chiblow, Applicant's Agent

(type or print first name, middle initial, last name, and & title of signee)

Subscribed and sworn to before me this 30 day of June, 2003, in the State/Comm. of Virginia, County/City of Fairfax.

Danella G. Lambert
Notary Public

My commission expires: 3/31/06

STATEMENT OF JUSTIFICATION

**REZONING APPLICATION/
PROFFERED CONDITION AMENDMENT/
SPECIAL EXCEPTION APPLICATION**

**Westfields Parcel 21A Pt.
July 31, 2003**

RECEIVED
Department of Planning & Zoning
AUG 04 2003
Zoning Evaluation Division

I. OVERVIEW

The subject application is filed on behalf of LWL, LLC (the "Applicant"). The property is located in the Westfields Corporate Center in the southwest quadrant of the intersection of Sully Road and Westfields Boulevard. More specifically, the property includes the northern 3.0 acres of Tax Map Parcel 44-3((6))-21A pt. This is an application to rezone the property from the I-3 District to the C-6 District. The C-6 designation will allow the property to develop with retail uses and service uses as recommended as an option in the Comprehensive Plan.

As generally illustrated on the GDP, the site will be linked with an internal pedestrian and street system. The surrounding land uses include the Sully Station Shopping Center to the south, industrial land to the east, a hotel and two future restaurants to the west and right-of-way for the future expansion of the Sully Road and Westfields Boulevard interchange to the north.

II. BACKGROUND

The subject property is located within the Westfields International Corporate Center at Dulles ("Westfields"). Westfields is a 1,100+ acre industrial and office park which is presently governed by RZ 78-S-063, approved by the Board of Supervisors on November 18, 1985. This area has been identified as the retail area for Westfields, both at the time of the initial rezoning and throughout the process of amending the Comprehensive Plan.

Under Special Exception SE 88-S-031, in the name of Hilton Suites, Inc., the application property was permitted to develop as a hotel with 200 suites, a 40 seat cocktail lounge, 100 seat dining area and 2,000 square feet of conference area. This use was not constructed due to market conditions and the Special Exception has since expired.

III. PROFFER CONDITION AMENDMENT

The rezoning of the property will necessitate a Proffered Condition Amendment to the proffered condition agreement that governs Westfields - RZ 78-S-063. The PCA will change the land use designation of the subject property and maintain the associated